

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

SPIRIT AIRLINES, INC.,

Plaintiff,

vs.

Case No. 07-341 (SLR)

24/7 REAL MEDIA, INC.,
ADVERTISING.COM, INC., AMERICA
ONLINE, INC. DBA AOL, BURST MEDIA
CORPORATION, CARROLLTON BANK,
CHEAPFLIGHTS (USA), INC., ECHO TARGET,
INC., HOTWIRE, INC., INTERCEPT
INTERACTIVE, INC., PRICELINE.COM, LLC,
RACKSPACE, LTD., SHERMANS TRAVEL,
INC., SIDESTEP, INC., SMARTER LIVING,
INC., SPECIFICMEDIA, INC., TRAVEL
MARKETING GROUP, INC., TRAVELZOO,
INC., TRIBAL FUSION, INC., TRIPADVISOR
LLC, VALUECLICK, INC., and THE WEATHER
CHANNEL INTERACTIVE, INC.,

Defendants.

STIPULATED THIRD MODIFIED SCHEDULING ORDER

WHEREAS, on July 27, 2007, the Court entered its Order [Dkt. No. 125] which provided deadlines for (among other things) the parties to complete fact and expert discovery (the “Order”); and

WHEREAS, on February 25, 2008, the Court approved the Stipulated First Modified Scheduling Order [Dkt. No. 184] (the “First Modified Order”); and

WHEREAS, on April 14, 2008, the Court approved the Stipulated Second Modified Scheduling Order [Dkt. No. 187] (the “Second Modified Order”); and

WHEREAS, the parties are engaged in discovery and discussions to determine whether this matter can be amicably resolved; and

WHEREAS, the parties require additional time to complete fact and expert discovery and believe that such additional time may facilitate ongoing discussions to resolve this matter;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, subject to the approval of the Court, that:

1. All fact discovery shall be commenced in time to be completed by May 30, 2008.
2. Reports from retained experts under Rule 26(a)(2) on issues for which any party has the burden of proof shall be due by May 30, 2008. Rebuttal expert reports shall be due by June 6, 2008. All expert discovery shall be completed by June 13, 2008.
3. No deadlines set forth in the Order, the First Modified Order or Second Modified Order are affected by this Stipulated Third Modified Scheduling Order except as expressly set forth herein.
4. The Court's approval of this Stipulated Third Modified Scheduling Order is without prejudice to the right of any party to seek further relief from this Court.

Dated: May 15, 2008

/s/ Marcos A. Ramos

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IT IS SO ORDERED:

May _____, 2008

The Honorable Sue L. Robinson

CERTIFICATE OF SERVICE

I hereby certify that on this 15th day of May, 2008, a true copy of the foregoing Stipulated Third Modified Scheduling Order was served upon counsel as set forth on the attached service list.

A handwritten signature in black ink, appearing to read "Marcos A. Ramos", is written over a horizontal line.

Marcos A. Ramos (No. 4450)

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